

ARTICLES OF INCORPORATION
OF
BE INTERACTIVE

FILED
Secretary of State
State of California

JUL 13 2018

lpc

(RM)

A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION

One: The name of this corporation is:

BE INTERACTIVE

Two: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.

Three: This corporation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the specific purposes of the corporation are (i) to promote volunteerism among music fans; (ii) to promote education around social issues; (iii) to support people to become more active helping their respective communities through means of art and volunteerism; and (iv) to carry on other charitable activities associated with these purposes as allowed by law.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law).

Four: The name and address of this corporation's initial agent for service of process is:

Vivek Sridharan
230 California Street, Ste. 201
San Francisco, CA 94111

Five: The physical street address of this corporation is:

5800 Bristol Parkway, Ste. 400
Culver City, CA 90230
Attn: Brandon Ginsburg

Six: The mailing address of this corporation is:

5800 Bristol Parkway, Ste. 400
Culver City, CA 90230
Attn: Brandon Ginsburg


Seven: Tax-Exempt Status

(a) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation; this corporation shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

(b) The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer of this corporation or to the benefit of any private person.

(c) Upon the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment of, all debts, obligations, and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable purposes, and which has established and maintained its tax-exempt status under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law).

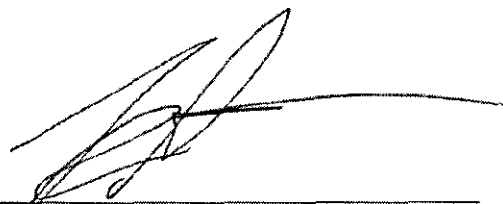
Dated: June 18, 2018



Lorin Ashton, Incorporator

ACKNOWLEDGEMENT

I declare that I am the person who executed the foregoing Articles of Incorporation and that said execution is my act and deed.



Lorin Ashton